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Attorneys for Defendants Deutsche Bank Securities Inc.,  
 Credit Suisse Securities (USA) LLC, Lazard Capital  
 Markets LLC, Barclays Capital Inc., Piper Jaffray & Co.,  
 Wachovia Capital Markets, LLC n/k/a Wells Fargo  
 Securities, LLC, and SL Hare Capital, Inc.

UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA  
 SAN FRANCISCO DIVISION

HARRY W. PLICHTA, Individually and on  
 Behalf of All Others Similarly Situated,

Plaintiff,

v.

SUNPOWER CORPORATION, THOMAS  
 H. WERNER, DENNIS V. ARRIOLA,  
 EMMANUEL T. HERNANDEZ,  
 DEUTSCHE BANK SECURITIES INC.,  
 CREDIT SUISSE SECURITIES (USA) LLC,  
 LAZARD CAPITAL MARKETS LLC,  
 BARCLAYS CAPITAL INC, PIPER  
 JAFFRAY & CO., WACHOVIA CAPITAL  
 MARKETS, LLC n/k/a/ WELLS FARGO  
 SECURITIES, LLC, SL HARE CAPITAL,  
 INC., T.J. RODGERS, W. STEVE  
 ALBRECHT, BETSY S. ATKINS,  
 PATRICK WOOD, III and UWE-ERNST  
 BUFE,

Defendants.

Case No. CV 09-5473-RS  
 (Consolidated)

UNDERWRITER DEFENDANTS' JOINDER  
 IN SUNPOWER DEFENDANTS' MOTION  
 TO DISMISS PLAINTIFFS' FIRST AMENDED  
 CONSOLIDATED COMPLAINT

Date: August 11, 2011  
 Time: 1:30 p.m.  
 Courtroom: 3  
 Judge: Hon. Richard Seeborg

1 TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that Defendants Deutsche Bank Securities Inc., Credit  
 3 Suisse Securities (USA) LLC, Lazard Capital Markets LLC, Barclays Capital Inc., Piper Jaffray &  
 4 Co., Wachovia Capital Markets, LLC n/k/a Wells Fargo Securities, LLC, and SL Hare Capital,  
 5 Inc. (the "Underwriter Defendants") hereby join in the SunPower Defendants' Motion to Dismiss  
 6 Plaintiffs' First Amended Consolidated Complaint filed May 23, 2011 (Docket No. 155) with  
 7 respect to the Section 11 and 15 claims brought pursuant to the Securities Act (the "Securities Act  
 8 Claims"). The SunPower Defendants address the Securities Act Claims as Issue To Be Decided  
 9 No. 7 and at pages 2, 5 and 25 n.15 of their Memorandum of Points and Authorities in support of  
 10 their Motion to Dismiss.

11 On March 1, 2011, the Court entered an Order Granting Motion to Dismiss (Docket  
 12 No. 149), which dismissed the Securities Act Claims with leave to amend. In the First Amended  
 13 Consolidated Class Action Complaint for Violations of the Federal Securities Laws filed on April  
 14 18, 2011 ("Am. Compl.") (Docket No. 153), Lead Plaintiffs realleged the Securities Act Claims,  
 15 but conceded that "Lead Plaintiffs have not amended those claims but have included them here  
 16 solely and exclusively to preserve their appellate rights." Am. Compl. at 2 n.2.

17 As a result of Lead Plaintiffs' admitted failure to amend the Securities Act Claims,  
 18 which are the only claims alleged against the Underwriter Defendants in this action, the  
 19 Underwriter Defendants respectfully request that those claims now be dismissed with prejudice  
 20 and without leave for plaintiffs to further amend.

21 Dated: May 23, 2011

SHEARMAN & STERLING LLP

22 /s/ Stephen D. Hibbard  
 23 STEPHEN D. HIBBARD

24 *Attorneys for Defendants Deutsche Bank Securities*  
 25 *Inc., Credit Suisse Securities (USA) LLC, Lazard*  
 26 *Capital Markets LLC, Barclays Capital Inc., Piper*  
 27 *Jaffray & Co., Wachovia Capital Markets, LLC n/k/a*  
 28 *Wells Fargo Securities, LLC, and SL Hare Capital, Inc.*